

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known)

Chapter 11

Check if this an
amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name 610 WEST 46TH STREET LLC

2. All other names debtor
used in the last 8 years

Include any assumed
names, trade names and
doing business as names

3. Debtor's federal
Employer Identification
Number (EIN) 82-4623898

4. Debtor's address Principal place of business

617 11th Avenue
New York, NY 10036

Number, Street, City, State & ZIP Code

New York
County

Mailing address, if different from principal place of
business

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal
place of business

610 West 46th Street New York, NY
Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- Partnership (excluding LLP)
- Other. Specify: _____

Debtor

610 WEST 46TH STREET LLC

Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
 Railroad (as defined in 11 U.S.C. § 101(44))
 Stockbroker (as defined in 11 U.S.C. § 101(53A))
 Commodity Broker (as defined in 11 U.S.C. § 101(6))
 Clearing Bank (as defined in 11 U.S.C. § 781(3))
 None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
 Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
 Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**5311****8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- Chapter 7
 Chapter 9
 Chapter 11. **Check all that apply:**

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 A plan is being filed with this petition.
 Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
 The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- No.
 Yes.

| | | |
|----------------|------------|-------------------|
| District _____ | When _____ | Case number _____ |
| District _____ | When _____ | Case number _____ |

Debtor

610 WEST 46TH STREET LLC

Name

Case number (if known)

- 10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**
- No
 Yes.

List all cases. If more than 1, attach a separate list

Debtor See attached list. Relationship _____
 District _____ When _____ Case number, if known _____

- 11. Why is the case filed in this district?** Check all that apply:

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
 A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

- 12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

- No
 Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____
 It needs to be physically secured or protected from the weather.
 It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
 Other _____

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

- No
 Yes. Insurance agency _____
 Contact name _____
 Phone _____

Statistical and administrative information

- 13. Debtor's estimation of available funds** Check one:

- Funds will be available for distribution to unsecured creditors.
 After any administrative expenses are paid, no funds will be available to unsecured creditors.

- 14. Estimated number of creditors**

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

- 15. Estimated Assets**

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input checked="" type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor 610 WEST 46TH STREET LLC Case number (*if known*) _____
Name _____

- 16. Estimated liabilities**
- | | | |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input checked="" type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor

610 WEST 46TH STREET LLC

Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 14, 2022
MM / DD / YYYY

X /s/ Robert Gans

Signature of authorized representative of debtor

Robert Gans

Printed name

Title Authorized Signatory

18. Signature of attorney

X /s/ FRED B. RINGEL

Signature of attorney for debtor

Date September 14, 2022

MM / DD / YYYY

FRED B. RINGEL

Printed name

LEECH TISHMAN ROBINSON BROG, PLLC

Firm name

875 THIRD AVENUE

New York, NY 10022

Number, Street, City, State & ZIP Code

Contact phone (212) 603-6300

Email address _____

Bar number and State _____

LIST OF AFFILIATED FILED ENTITIES

| Affiliate: | Case Number: | Date Filed: |
|--|---------------|-------------|
| STARLIN LLC | 22-10888 (MG) | 06/28/2022 |
| 610 WEST 46 TH STREET ENTERPRISES, LTD. | 22-10889 (MG) | 06/28/2022 |
| RM HOLDINGS COMPANY INC. | 22-10890 (MG) | 06/28/2022 |
| BRC OWNERS, L.P. | 22-10891 (MG) | 06/28/2022 |
| RG MEZZ LLC | 22-10892 (MG) | 06/28/2022 |
| RG MEZZ III LLC | 22-10893 (MG) | 06/28/2022 |
| RG MEZZ V LLC | 22-10894 (MG) | 06/28/2022 |
| RG MEZZ VI LLC | 22-10895 (MG) | 06/28/2022 |

LIST OF AFFILIATED FILING ENTITIES

175 SPRING STREET LLC

610 WEST 46TH STREET LLC

616-620 WEST 46TH STREET LLC

616 11TH AVENUE LLC

609 11TH AVENUE LLC

613 11TH AVENUE LLC

617 11TH AVENUE LLC

623 11TH AVENUE LLC

108 MERRICK BOULEVARD LLC

533 WEST 27 STREET COMMON MEMBER LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X

In re:

STARLIN LLC *et al.*,¹

Debtors.

-----X

Chapter 11

Case No. 22-10888 (MG)

(Jointly Administered)

In re:

175 SPRING STREET LLC *et al.*,²

Debtors.

-----X

Chapter 11

Case No. 22-

(Joint Administration Requested)

CERTIFICATE OF RESOLUTION

I, the undersigned, **Robert Gans**, in my capacity as:

- a. Manager of Starlin LLC, the Managing Member of 175 Spring Street LLC;
- b. President of 610 West 46th Street Enterprises, Ltd., the Managing Member of 610 West 46th Street LLC;
- c. President of RM Holdings Company, Inc., the Managing Member of 616-620 West 46th Street LLC;
- d. Manager of RG Mezz LLC, the Managing Member of 616 11th Avenue LLC;

¹ The Mezz Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: Starlin LLC (6765); 610 West 46th Street Enterprises, Ltd. (1937); RM Holdings Company Inc. (2733); BRC Owners, L.P. (5295); RG Mezz LLC (2437); RG Mezz III LLC (2895); RG Mezz V LLC (9871); and RG Mezz VI LLC (8222).

² The PropCo Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: 175 Spring Street LLC (4249); 610 West 46th Street LLC (3898); 616-620 West 46th Street LLC (3706); 616 11th Avenue LLC (5258); 609 11th Avenue LLC (5047); 613 11th Avenue LLC (6820); 617 11th Avenue LLC (9177); 623 11th Avenue LLC (5464); 108 Merrick Boulevard LLC (3250); and 533 West 27 Street Common Member LLC (4581).
{00622190.DOC;1}

- e. Manager of RG Mezz VI LLC, the Managing Member of 609 11th Avenue LLC;
- f. Manager of RG Mezz V LLC, the Managing Member of 613 11th Avenue LLC;
- g. Manager of BRC Owners LLC, the general partner of BRC Owners L.P., the Managing Member 617 11th Avenue LLC and 623 11th Avenue LLC; and
- h. Manager of RG Mezz III LLC, the Managing Member of 108 Merrick Boulevard LLC; and
- i. Managing Member of 533 West 27 Street Common Member LLC.

“RESOLVED, that in the judgment of the above referenced entities ((a)-(i), “Companies”) it is desirable and in the best interest of the Companies, their creditors, members and other interested parties, that petitions be filed by the Companies for relief under Chapter 11 of title 11 of the United States Code (“Bankruptcy Code”); and it is further

“RESOLVED, that the form of petitions under Chapter 11 presented to this meeting is approved and adopted in all respects, and that Robert Gans, in his capacity as set forth in this resolution, is authorized to execute and verify a petition substantially in such form and to cause the same to be filed with the United States Bankruptcy Court for the Southern District of New York at such time as he shall determine; and it is further

“RESOLVED, that Robert Gans, in his capacity as set forth in this resolution, is authorized to execute and file all petitions, reorganization schedules, lists and other papers and to effectuate the filing of the Chapter 11 cases, and, in that connection,

“Resolved, that the Companies shall employ and retain the following professionals to assist it in the

bankruptcy process: Leech Tishman Robinson Brog PLLC, as bankruptcy counsel for the Companies and Getzler Henrich & Associates LLC as financial advisor for the Companies.”

IN WITNESS WHEREOF, I have hereunto set my hand and seal of the
Companies this 14th day of September, 2022.

175 Spring Street LLC
By: Starlin LLC, Managing Member

/s/ Robert Gans
Robert Gans, Manager

616-620 West 46th Street
By: RM Holdings Company, Inc.,
Managing Member

/s/ Robert Gans
Robert Gans, President

609 11th Avenue LLC
By: RG Mezz VI LLC, Managing
Member

/s/ Robert Gans
Robert Gans, Manager

617 11th Avenue LLC
623 11th Avenue LLC
By: BRC Owners L.P., Managing
Member:
By: BRC Owner LLC, General
Partner

/s/ Robert Gans
Robert Gans, Manager

533 West 27 Street Common Member

/s/ Robert Gans
Robert Gans, Managing Member

610 West 46th Street LLC
By: 610 West 46th Street Enterprises,
Managing Member

/s/ Robert Gans
Robert Gans, President

616 11th Avenue LLC
By: RG Mezz LLC, Managing Member

/s/ Robert Gans
Robert Gans, Manager

613 11th Avenue LLC
By: RG Mezz V LLC, Managing Member

/s/ Robert Gans
Robert Gans, Manager

108 Merrick Boulevard LLC
By: RG Mezz III LLC

/s/ Robert Gans
Robert Gans, Manager

Fill in this information to identify the case:

Debtor name 610 WEST 46TH STREET LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule*
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 14, 2022

X /s/ Robert Gans

Signature of individual signing on behalf of debtor

Robert Gans

Printed name

Authorized Signatory

Position or relationship to debtor

Fill in this information to identify the case:

| | |
|---|--------------------------------------|
| Debtor name | 610 WEST 46TH STREET LLC |
| United States Bankruptcy Court for the: | SOUTHERN DISTRICT OF NEW YORK |
| Case number (if known): | _____ |

Check if this is an
amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim | | |
|--|--|---|--|-----------------------------------|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 175 SPRING STREET LLC 617 11th Avenue New York, NY 10036 | | | | | | \$1,312,685.00 |
| 616 11TH AVENUE LLC 617 11th Avenue New York, NY 10036 | | | | | | \$15,000.00 |
| CT Corporation Staffing, Inc. 1209 Orange Street Wilmington, DE 19801 | | | Contingent Unliquidated Disputed | | | \$0.00 |
| Westside Realty of New York c/o 533 West 27 Street JV LLC 805 Third Ave.; Attn: G. Barnet New York, NY 10022 | | | | | | \$2,726,855.00 |

Fill in this information to identify the case:

Debtor name **610 WEST 46TH STREET LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

Check if this is an amended filing

**Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals**

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property:

Copy line 88 from *Schedule A/B*..... \$ **0.00**

1b. Total personal property:

Copy line 91A from *Schedule A/B*..... \$ **0.00**

1c. Total of all property:

Copy line 92 from *Schedule A/B*..... \$ **0.00**

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ **199,296,645.00**

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims:

Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ **0.00**

3b. Total amount of claims of nonpriority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ **4,103,540.00**

4. Total liabilities

Lines 2 + 3a + 3b

\$ **203,400,185.00**

Fill in this information to identify the case:

Debtor name **610 WEST 46TH STREET LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
- Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
- Yes Fill in the information below.

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
- Yes Fill in the information below.

Part 4: Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
- Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
- Yes Fill in the information below.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- No. Go to Part 7.

Debtor **610 WEST 46TH STREET LLC**
Name _____

Case number (*If known*) _____

Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

No. Go to Part 8.

Yes Fill in the information below.

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

No. Go to Part 9.

Yes Fill in the information below.

Part 9: Real property

54. Does the debtor own or lease any real property?

No. Go to Part 10.

Yes Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

| Description and location of property | Nature and extent of debtor's interest in property | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|--|--|---|---|------------------------------------|
| <p>55.1. Real property and improvements located at 610 West 46th Street, New York, New York.</p> <p>No value has been given to this individual property, however, together with the real property and improvements owned by the affiliated debtors listed in the attached rider, the total approximate value of all the affiliated debtors' real property and improvements is not less than \$235 million.</p> <p>All values subject to appraisal by a court of competent jurisdiction.</p> | | | Unknown | Unknown |

Debtor 610 WEST 46TH STREET LLC
Name _____

Case number (*If known*) _____

56. **Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.
Copy the total to line 88.

\$0.00

57. **Is a depreciation schedule available for any of the property listed in Part 9?**

- No
 Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**

- No
 Yes

Part 10: **Intangibles and intellectual property**

59. **Does the debtor have any interests in intangibles or intellectual property?**

- No. Go to Part 11.
 Yes Fill in the information below.

Part 11: **All other assets**

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- No. Go to Part 12.
 Yes Fill in the information below.

Debtor 610 WEST 46TH STREET LLC
Name _____

Case number (*If known*) _____

Part 12: **Summary**

In Part 12 copy all of the totals from the earlier parts of the form

| Type of property | Current value of personal property | Current value of real property |
|--|------------------------------------|--------------------------------|
| 80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i> | <u>\$0.00</u> | |
| 81. Deposits and prepayments. <i>Copy line 9, Part 2.</i> | <u>\$0.00</u> | |
| 82. Accounts receivable. <i>Copy line 12, Part 3.</i> | <u>\$0.00</u> | |
| 83. Investments. <i>Copy line 17, Part 4.</i> | <u>\$0.00</u> | |
| 84. Inventory. <i>Copy line 23, Part 5.</i> | <u>\$0.00</u> | |
| 85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i> | <u>\$0.00</u> | |
| 86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i> | <u>\$0.00</u> | |
| 87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i> | <u>\$0.00</u> | |
| 88. Real property. <i>Copy line 56, Part 9.....></i> | | <u>\$0.00</u> |
| 89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i> | <u>\$0.00</u> | |
| 90. All other assets. <i>Copy line 78, Part 11.</i> | <u>\$0.00</u> | |
| 91. Total. Add lines 80 through 90 for each column | <u>\$0.00</u> | + 91b. <u>\$0.00</u> |
| 92. Total of all property on Schedule A/B. Add lines 91a+91b=92 | | <u>\$0.00</u> |

Fill in this information to identify the case:

Debtor name **610 WEST 46TH STREET LLC**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

 Check if this is an amended filing**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

| Creditor's Name | Column A Amount of claim <small>Do not deduct the value of collateral.</small> | Column B Value of collateral that supports this claim |
|--|--|--|
| 2.1 CLINTON PB HOLDINGS I LLC | \$199,296,645.00 | Unknown |
| c/o Extell Development Company 805 Third Avenue, 7th Floor New York, NY 10022 | Describe debtor's property that is subject to a lien Real property and improvements located at 610 West 46th Street, New York, NY. Clinton PB Holdings I LLC's claim is also secured against the real property and improvements owned by the affiliated debtors in the attached rider. | |
| Creditor's mailing address | Describe the lien | |
| Creditor's email address, if known | Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | |
| Date debt was incurred | Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H) | |
| Last 4 digits of account number | As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed | |
| Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority. | | |

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

**\$199,296,645
.00****Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you enter the related creditor?

Last 4 digits of account number for this entity

**Fried, Frank, Harris, Shriver
Attn: Shira D. Sandler, Esq.
One New York Plaza
New York, NY 10004**

Line 2.1

Debtor 610 WEST 46TH STREET LLC _____ Case number (if known) _____
Name _____

Fill in this information to identify the case:

Debtor name **610 WEST 46TH STREET LLC**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

 Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims****12/15**

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.
 Yes. Go to line 2.

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

| | | Amount of claim | |
|-----|---|--|-----------------------|
| 3.1 | Nonpriority creditor's name and mailing address 175 SPRING STREET LLC 617 11th Avenue New York, NY 10036 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$1,312,685.00 |
| 3.2 | Nonpriority creditor's name and mailing address 616 11TH AVENUE LLC 617 11th Avenue New York, NY 10036 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$15,000.00 |
| 3.3 | Nonpriority creditor's name and mailing address CT Corporation Staffing, Inc. 1209 Orange Street Wilmington, DE 19801 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | Unknown |
| 3.4 | Nonpriority creditor's name and mailing address INTERNAL REVENUE SERVICE PO BOX 7346 Philadelphia, PA 19101-7346 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: FOR NOTICE PURPOSES ONLY. Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$0.00 |

Debtor **610 WEST 46TH STREET LLC**

Case number (if known) _____

| | | | |
|-----|--|---|-----------------------|
| 3.5 | Nonpriority creditor's name and mailing address NEW YORK STATE DEPT. OF FINANC ATTN: BANKRUPTCY SPECIAL PROC PO BOX 5300 Albany, NY 12205 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: FOR NOTICE PURPOSES ONLY. Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$0.00 |
| 3.6 | Nonpriority creditor's name and mailing address NYC DEPT. OF FINANCE 345 ADAMS STREET, 3RD FL. ATTN: LEGAL AFFAIRS Brooklyn, NY 11201 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: FOR NOTICE PURPOSES ONLY. Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$0.00 |
| 3.7 | Nonpriority creditor's name and mailing address Robert Gans 617 11th Avenue New York, NY 10036 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$49,000.00 |
| 3.8 | Nonpriority creditor's name and mailing address Westside Realty of New York c/o 533 West 27 Street JV LLC 805 Third Ave.; Attn: G. Barnet New York, NY 10022 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$2,726,855.00 |

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

| | Name and mailing address | On which line in Part 1 or Part 2 is the related creditor (if any) listed? | Last 4 digits of account number, if any |
|-----|---|---|---|
| 4.1 | 533 West 27 Street JV LLC 745 Fifth Ave., 31st Fl. Attn: Joseph Tabak New York, NY 10151 | Line <u>3.8</u> _____ <input type="checkbox"/> Not listed. Explain _____ | _____ |
| 4.2 | CORP. COUNSEL FOR NYC 100 CHURCH STREET New York, NY 10007 | Line <u>3.6</u> _____ <input type="checkbox"/> Not listed. Explain _____ | _____ |
| 4.3 | Kramer Levin LLP 1177 Avenue of the Americas Attn: Adam C. Rogoff New York, NY 10036 | Line <u>3.8</u> _____ <input type="checkbox"/> Not listed. Explain _____ | _____ |
| 4.4 | NYC LAW DEPARTMENT TAX AND BANKRUPTCY LITIGATION 100 CHURCH STREET New York, NY 10007 | Line <u>3.6</u> _____ <input type="checkbox"/> Not listed. Explain _____ | _____ |

| | | | |
|--------|--|--|---|
| Debtor | 610 WEST 46TH STREET LLC | Case number (if known) | |
| | Name | | |
| | Name and mailing address | On which line in Part 1 or Part 2 is the related creditor (if any) listed? | Last 4 digits of account number, if any |
| 4.5 | OFFICE OF THE ATTORNEY GENERAL 28 Liberty St. New York, NY 10005 | Line <u>3.5</u> | — |
| | | <input type="checkbox"/> Not listed. Explain _____ | |
| 4.6 | US ATTY OFFICE -SDNY 86 CHAMBERS STREET ATTN: TAX AND BANKRUPTCY New York, NY 10007 | Line <u>3.4</u> | — |
| | | <input type="checkbox"/> Not listed. Explain _____ | |

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2

Lines 5a + 5b = 5c.

| Total of claim amounts | | |
|------------------------|----|------------------------|
| 5a. | \$ | 0.00 |
| 5b. | + | \$ 4,103,540.00 |
| 5c. | \$ | 4,103,540.00 |

Fill in this information to identify the case:

Debtor name **610 WEST 46TH STREET LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest

**Management Services
Agreement and
Assignment and
Assumption**

State the term remaining

List the contract number of any government contract

**Metropolitan Lumber, Hardware & Building Supplies, Inc.
617 Eleventh Avenue
New York, NY 10036**

2.2. State what the contract or lease is for and the nature of the debtor's interest

Commercial Lease

State the term remaining

List the contract number of any government contract

**Metropolitan Lumber, Hardware & Building Supplies, Inc.
617 Eleventh Avenue
New York, NY 10036**

Fill in this information to identify the case:

Debtor name **610 WEST 46TH STREET LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

Check if this is an amended filing

Official Form 206H **Schedule H: Your Codebtors**

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
 Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name

Mailing Address

Name

Check all schedules that apply:

2.1 Robert Gans

617 11th Avenue
New York, NY 10036
Guarantor

CLINTON PB
HOLDINGS I LLC

D 2.1
 E/F _____
 G _____

RIDER TO SCHEDULES

175 SPRING STREET LLC

610 WEST 46TH STREET LLC

616-620 WEST 46TH STREET LLC

616 11TH AVENUE LLC

609 11TH AVENUE LLC

613 11TH AVENUE LLC

617 11TH AVENUE LLC

623 11TH AVENUE LLC

108 MERRICK BOULEVARD LLC

Fill in this information to identify the case:

Debtor name **610 WEST 46TH STREET LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 1/01/2022 to Filing Date

Operating a business
 Other **Rent**

\$180,000.00

For prior year:
From 1/01/2021 to 12/31/2021

Operating a business
 Other **Rent**

\$240,000.00

For year before that:
From 1/01/2020 to 12/31/2020

Operating a business
 Other **Rent**

\$240,000.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None.

Description of sources of revenue

Gross revenue from
each source
(before deductions and
exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount

Debtor

610 WEST 46TH STREET LLC

Case number (if known) _____

may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None.

| Insider's name and address Relationship to debtor | Dates | Total amount of value | Reasons for payment or transfer |
|--|-------|-----------------------|---------------------------------|
|--|-------|-----------------------|---------------------------------|

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

None

| Creditor's name and address | Describe of the Property | Date | Value of property |
|-----------------------------|--------------------------|------|-------------------|
|-----------------------------|--------------------------|------|-------------------|

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

| Creditor's name and address | Description of the action creditor took | Date action was taken | Amount |
|-----------------------------|---|-----------------------|--------|
|-----------------------------|---|-----------------------|--------|

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

None.

| Case title Case number | Nature of case | Court or agency's name and address | Status of case |
|---|----------------|---|---|
| 7.1. Robert M. Gans, et al. v. Midtown West Portfolio Lender LLC, et al. Index No. 651869/2022 | | Supreme Court of the State of New York County of New York 60 Centre Street New York, NY 10007 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.2. Clinton PB Holdings I LLC v. 175 Spring Street LLC, et al. Index No. 652059/2022 | | Supreme Court of the State of New York County of New York 60 Centre Street New York, NY 10007 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

None

Debtor

610 WEST 46TH STREET LLC

Case number (if known)

| Recipient's name and address | Description of the gifts or contributions | Dates given | Value |
|------------------------------|---|-------------|-------|
|------------------------------|---|-------------|-------|

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.** None

| Description of the property lost and how the loss occurred | Amount of payments received for the loss | Dates of loss | Value of property lost |
|---|--|---------------|------------------------|
| If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property). | | | |

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

 None.

| Who was paid or who received the transfer? Address | If not money, describe any property transferred | Dates | Total amount or value |
|---|---|--------------------------------|-----------------------|
| 11.1. Leech Tishman Robinson Brog PLLC 875 Third Avenue New York, NY 10022 | | 7/21/22 9/8/22 9/14/2022 | \$35,143.85 |
| Email or website address | | | |

Who made the payment, if not debtor?
Richard Gans, Caren Gans,
Metropolitan Lumber

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

 None.

| Name of trust or device | Describe any property transferred | Dates transfers were made | Total amount or value |
|-------------------------|-----------------------------------|---------------------------|-----------------------|
|-------------------------|-----------------------------------|---------------------------|-----------------------|

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

 None.

| Who received transfer? Address | Description of property transferred or payments received or debts paid in exchange | Date transfer was made | Total amount or value |
|-----------------------------------|--|------------------------|-----------------------|
|-----------------------------------|--|------------------------|-----------------------|

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Debtor

610 WEST 46TH STREET LLCCase number (*if known*) _____ Does not apply

| Address | Dates of occupancy From-To |
|---------|-------------------------------|
|---------|-------------------------------|

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

 No. Go to Part 9. Yes. Fill in the information below.

| Facility name and address | Nature of the business operation, including type of services the debtor provides | If debtor provides meals and housing, number of patients in debtor's care |
|---------------------------|--|---|
|---------------------------|--|---|

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?** No. Yes. State the nature of the information collected and retained.**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?** No. Go to Part 10. Yes. Does the debtor serve as plan administrator?**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

 None

| Financial Institution name and Address | Last 4 digits of account number | Type of account or instrument | Date account was closed, sold, moved, or transferred | Last balance before closing or transfer |
|--|---------------------------------|-------------------------------|--|---|
|--|---------------------------------|-------------------------------|--|---|

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

 None

| Depository institution name and address | Names of anyone with access to it Address | Description of the contents | Does debtor still have it? |
|---|--|-----------------------------|----------------------------|
|---|--|-----------------------------|----------------------------|

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

Debtor

610 WEST 46TH STREET LLCCase number (*if known*) _____ None

| Facility name and address | Names of anyone with access to it | Description of the contents | Does debtor still have it? |
|---------------------------|-----------------------------------|-----------------------------|----------------------------|
|---------------------------|-----------------------------------|-----------------------------|----------------------------|

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

 None**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- No.
- Yes. Provide details below.

| Case title Case number | Court or agency name and address | Nature of the case | Status of case |
|---------------------------|----------------------------------|--------------------|----------------|
|---------------------------|----------------------------------|--------------------|----------------|

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- No.
- Yes. Provide details below.

| Site name and address | Governmental unit name and address | Environmental law, if known | Date of notice |
|-----------------------|------------------------------------|-----------------------------|----------------|
|-----------------------|------------------------------------|-----------------------------|----------------|

24. Has the debtor notified any governmental unit of any release of hazardous material?

- No.
- Yes. Provide details below.

| Site name and address | Governmental unit name and address | Environmental law, if known | Date of notice |
|-----------------------|------------------------------------|-----------------------------|----------------|
|-----------------------|------------------------------------|-----------------------------|----------------|

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

 None

| Business name address | Describe the nature of the business | Employer Identification number Do not include Social Security number or ITIN. | Dates business existed |
|-----------------------|-------------------------------------|--|------------------------|
|-----------------------|-------------------------------------|--|------------------------|

Debtor **610 WEST 46TH STREET LLC**

Case number (if known) _____

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

 None

| Name and address | Date of service From-To |
|--|----------------------------|
| 26a.1. Howard Rosenbluth 617 11th Avenue New York, NY 10036 | |

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

 None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

 None

| Name and address | If any books of account and records are unavailable, explain why |
|--|--|
| 26c.1. Metropolitan Lumber, Hardware & Building Supplies, Inc. 617 Eleventh Avenue New York, NY 10036 | |

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

 None

| Name and address |
|------------------|
|------------------|

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- No
 Yes. Give the details about the two most recent inventories.

| Name of the person who supervised the taking of the inventory | Date of inventory | The dollar amount and basis (cost, market, or other basis) of each inventory |
|---|-------------------|--|
|---|-------------------|--|

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

| Name | Address | Position and nature of any interest | % of interest, if any |
|--|---|-------------------------------------|-----------------------|
| 610 West 46th Street Enter. | 617 11th Avenue New York, NY 10036 | Managing Member | 100 |
| Metropolitan Lumber, Hardware | & Building Supplies, Inc. 617 Eleventh Avenue New York, NY 10036 | Property Manager | |

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- No
 Yes. Identify below.

Debtor

610 WEST 46TH STREET LLCCase number (*if known*) _____**30. Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- No
 Yes. Identify below.

| Name and address of recipient | Amount of money or description and value of property | Dates | Reason for providing the value |
|-------------------------------|--|-------|--------------------------------|
|-------------------------------|--|-------|--------------------------------|

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- No
 Yes. Identify below.

| | |
|--------------------------------|--|
| Name of the parent corporation | Employer Identification number of the parent corporation |
|--------------------------------|--|

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- No
 Yes. Identify below.

| | |
|--------------------------|--|
| Name of the pension fund | Employer Identification number of the pension fund |
|--------------------------|--|

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 14, 2022

/s/ Robert Gans

Signature of individual signing on behalf of the debtor

Robert Gans

Printed name

Position or relationship to debtor

Authorized Signatory

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- No
 Yes

United States Bankruptcy Court
Southern District of New York

In re **610 WEST 46TH STREET LLC**

Debtor(s)

Case No.

Chapter

11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

| | |
|---|---------------------|
| For legal services, I have agreed to accept | \$ 35,143.85 |
| Prior to the filing of this statement I have received | \$ 35,143.85 |
| Balance Due | \$ 0.00 |

2. The source of the compensation paid to me was:

Debtor Other (specify): **Richard Gans, Caren Gans, Metropolitan Lumber Hardware & Building Supplies, Inc.**

3. The source of compensation to be paid to me is:

Debtor Other (specify):

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

September 14, 2022

Date

/s/ FRED B. RINGEL

FRED B. RINGEL

Signature of Attorney

LEECH TISHMAN ROBINSON BROG, PLLC

875 THIRD AVENUE

New York, NY 10022

(212) 603-6300

Name of law firm

United States Bankruptcy Court
Southern District of New York

In re **610 WEST 46TH STREET LLC**

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LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---|----------------|----------------------|------------------|
| 610 West 46th Street Enter. 617 11th Avenue New York, NY 10036 | | 100% | Member |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Authorized Signatory** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **September 14, 2022**

Signature **/s/ Robert Gans**
Robert Gans

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

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VERIFICATION OF CREDITOR MATRIX

I, the Authorized Signatory of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: September 14, 2022

/s/ Robert Gans
Robert Gans/Authorized Signatory
Signer>Title

175 SPRING STREET LLC
617 11TH AVENUE
NEW YORK, NY 10036

533 WEST 27 STREET JV LLC
745 FIFTH AVE., 31ST FL.
ATTN: JOSEPH TABAK
NEW YORK, NY 10151

610 WEST 46TH STREET ENTER.
617 11TH AVENUE
NEW YORK, NY 10036

616 11TH AVENUE LLC
617 11TH AVENUE
NEW YORK, NY 10036

CLINTON PB HOLDINGS I LLC
C/O EXTELL DEVELOPMENT COMPANY
805 THIRD AVENUE, 7TH FLOOR
NEW YORK, NY 10022

CORP. COUNSEL FOR NYC
100 CHURCH STREET
NEW YORK, NY 10007

CT CORPORATION STAFFING, INC.
1209 ORANGE STREET
WILMINGTON, DE 19801

FRIED, FRANK, HARRIS, SHRIVER
ATTN: SHIRA D. SANDLER, ESQ.
ONE NEW YORK PLAZA
NEW YORK, NY 10004

INTERNAL REVENUE SERVICE
PO BOX 7346
PHILADELPHIA, PA 19101-7346

KRAMER LEVIN LLP
1177 AVENUE OF THE AMERICAS
ATTN: ADAM C. ROGOFF
NEW YORK, NY 10036

METROPOLITAN LUMBER, HARDWARE
& BUILDING SUPPLIES, INC.
617 ELEVENTH AVENUE
NEW YORK, NY 10036

NEW YORK STATE DEPT. OF FINANC
ATTN: BANKRUPTCY SPECIAL PROC
PO BOX 5300
ALBANY, NY 12205

NYC DEPT. OF FINANCE
345 ADAMS STREET, 3RD FL.
ATTN: LEGAL AFFAIRS
BROOKLYN, NY 11201

NYC LAW DEPARTMENT
TAX AND BANKRUPTCY LITIGATION
100 CHURCH STREET
NEW YORK, NY 10007

OFFICE OF THE ATTORNEY GENERAL
28 LIBERTY ST.
NEW YORK, NY 10005

ROBERT GANS
617 11TH AVENUE
NEW YORK, NY 10036

US ATTY OFFICE -SDNY
86 CHAMBERS STREET
ATTN: TAX AND BANKRUPTCY
NEW YORK, NY 10007

WESTSIDE REALTY OF NEW YORK
C/O 533 WEST 27 STREET JV LLC
805 THIRD AVE.;ATTN: G. BARNET
NEW YORK, NY 10022

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CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **610 WEST 46TH STREET LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

- None [Check if applicable]

September 14, 2022

Date

/s/ FRED B. RINGEL

FRED B. RINGEL

Signature of Attorney or Litigant

Counsel for **610 WEST 46TH STREET LLC**

LEECH TISHMAN ROBINSON BROG, PLLC

875 THIRD AVENUE

New York, NY 10022

(212) 603-6300